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The second work is a condensation of about 260 cases, most of them taken from the larger collections of cases on the subject of private corporations; the condensation, of course, has been necessarily very great, and as the cases now stand in this work, they vary from ten or twelve lines to five or six pages,—yet so far as our examination has gone the essence of the case, upon the point which it is designed to illustrate, is given in such concrete form as to show the bearing of the decision.

The two books follow the same order, and the chapters are: History, definitions and classifications of corporations; the creation and citizenship of a corporation; the corporation and the state; the powers of a corporation; general powers and ultra vires; liability of a corporation for torts, crimes, etc.; membership—its rights, remedies, and liabilities; management; transfer; creditors' rights and remedies; combinations; and promoters.

Something like twelve hundred cases are cited, and a table of cases and fair index are given, in the small text-book. Several typographical errors are noticed, mostly in the case book, but these, and the incorrect statement in next to the last paragraph on p. 3, of the text-book, will undoubtedly be corrected in later editions.

Where the larger works can not be used in instruction, for lack of time, these two books will furnish a very good substitute, and the student studying alone will find them well suited to his needs; even the lawyer, who does not make corporation law a specialty, will find them useful and interesting for review.

H. L. WILGUS.

THE EXPANSION OF THE COMMON LAW. By Sir Frederick Pollock. Boston: Little, Brown and Company, 1904. pp. vii, 164.

The feeling that a man would experience on emerging from a wild jungle to the banks of a grass-bound river must be akin to those of one who takes up a volume of Mr. Pollock's after the perusal of the general legal literature. It is more than a mere relief. It is a positive refreshment and stimulant. The vigorous style, the sound scholarship, the hopeful tone of his books are in strange and pleasing contrast to the sibylline language and philosophic pedantry affected by some of our judges and text-writers. He is as clear in his *Land Laws* as in his *Jurisprudence and Ethics*, and he that runs may read. We can now study law books that are not only instructive and exact, but also entertaining.

But Mr. Pollock has a more heroic rôle to perform. He is rescuing principles from the avalanche of decisions and shows us a way out of the dreadful maze. And these principles must not be destroyed. The doctrines that aroused the unstinted praise of Montesquieu, who did not fully understand, and of De Lolme, who did, and to which other peoples turn when they wish to reform their own systems of law (e. g., *Gneist*, Preface, 1882, to *Englische Verfassungsgeschichte*), contain within them an essence worth preserving. These principles grew out of the genius of the people, and have been found sufficient to meet successfully all changes for a thousand years. And it is to these principles that we must look to settle the grave controversies of the future (*Gneist*, supra, §§ 53, 52).

For such services we are bound to Mr. Pollock. The "Expansion of the Common Law" continues his work. The book contains a series of lectures delivered at several of the American universities, and two of them were published in this Review. An outline of the others has also appeared, 2 MICHIGAN LAW REVIEW, 128, 159, and it is not further necessary to comment on them. That it is useful goes without saying. It is interesting to note that despite the unavoidably general character of the work a possible way of meeting the combination-problem is pointed out (p. 131). Finally the same can be said of this book that can be said of the other productions by the author, namely, it is worth having.

GUSTAV STEIN.

WHERE AND HOW, A HANDBOOK OF INCORPORATION. By John S. Parker, of the New York Bar. New York: The Broun-Green Co., 1903. pp. 164, with supplement, 1904.

This small manual consists of four parts: I. A digest and comparison of the laws of New York, New Jersey, Maine, Delaware, West Virginia, South Dakota, and Massachusetts, relating to the formation and regulation of business corporations; II. Comparative tables of organization taxes and fees, and annual taxes or license fees; III. Taxation of business corporations in New York; IV. Formation and management of business corporations.

Under part I, a digest of the provisions of the statutes of the seven states, upon fifty different points relating to the constitution, incorporation, purposes, powers, stock, duration, debts, management, meetings, voting trusts, inter-holdings of shares, consolidation, liability of shareholders, directors and officers, amendments, reports, and taxation, is given, which will be found of great value in answering the perplexing question now so often asked, Where is the best place to incorporate?

This part is much the most valuable to the average lawyer, and its value depends mainly upon the care used by the compiler,—to search, abstract accurately, and arrange uniformly, the statutes of several states so as correctly to answer the same set of questions is a difficult matter and takes an amount of care, patience and judgment out of all proportion to the apparent result. The author seems to have performed this task very well, indeed, and has made a helpful little manual. The tables in part II, save much calculation; part III is mainly useful to the New York lawyer, or to one advising a corporation doing business in that state; part IV, seems to be designed to help the layman who is organizing, or who becomes an officer in a corporation,—being some practical suggestions as to the organization and management of a corporation. The mathematics of cumulative voting on page 152, is about the only point in this part of special value to the lawyer. The price of the book is only twenty-five cents, and is well worth that to any one interested at all in corporation law.

H. L. WILGUS.